

PROSPECTUS

I. GENERAL CHARACTERISTICS

- **Name:**
EDMOND DE ROTHSCHILD JAPAN
- **Legal form and Member State in which the UCITS was established:**
French Mutual Fund (FCP)
- **Date created and expected term:**
This UCITS was approved by the AMF on 17 December 2010.
The UCITS was created on 30 December 2010 for a term of 99 years.
- **Summary of the management offer:**
The UCITS has 10 unit classes.
The UCITS does not have any sub-funds.

<i>Unit type</i>	<i>ISIN code</i>	<i>Allocation of distributable income</i>	<i>Currency</i>	<i>Minimum initial subscription amount*</i>	<i>Target subscribers</i>	<i>Risk systematically hedged</i>
A unit	FR0010976555	Net income: Accumulation Net realised capital gains: Accumulation	Yen	1 unit	All subscribers	None
C unit	FR0010983924	Net income: Accumulation Net realised capital gains: Accumulation	Euro	1 unit	All subscribers	None
CH unit	FR0012799773	Net income: Accumulation Net realised capital gains: Accumulation	Euro	1 unit	All subscribers	EUR/JPY currency risk
I unit	FR0010983932	Net income: Accumulation Net realised capital gains: Accumulation	Euro	€500,000	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	None
I CHF H unit	FR0013274602	Net income: Accumulation Net realised capital gains: Accumulation	Swiss franc	500,000 Swiss francs	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	CHF/JPY currency risk

I JPY unit	FR0013312329	Net income: Accumulation Net realised capital gains: Accumulation	Yen	50,000,000 Yen	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	None
IH unit	FR0012799781	Net income: Accumulation Net realised capital gains: Accumulation	Euro	€500,000	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	EUR/JPY currency risk
JH unit	FR0012952224	Net income: Accumulation Net realised capital gains: Accumulation	US Dollars	USD 500,000	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	USD/JPY currency risk
R unit	FR0010983940	Net income: Accumulation Net realised capital gains: Accumulation	Euro	€500,000	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	None
SCH unit	FR0012799799	Net income: Accumulation Net realised capital gains: Accumulation	Euro	€5,000,000	Legal entities and institutional investors dealing on their own account or on behalf of third parties**	EUR/JPY currency risk

* The minimum initial subscription amount does not apply to subscriptions that may be made by the Management Company, the custodian, or entities belonging to the same group.

** As well as all unitholders who subscribed to the UCITS before 07/02/2019.

➤ **Address from which the latest annual report and interim statement may be obtained:**

The latest annual and interim reports shall be sent to unitholders within eight working days of receipt of a written request sent to the management company, Edmond de Rothschild Asset Management (France), 47 rue du Faubourg Saint-Honoré, 75401 Paris Cedex 08, France.

II. ACTORS

➤ **Management Company:**

EDMOND DE ROTHSCHILD ASSET MANAGEMENT (FRANCE)

A public limited company (société anonyme) with a Board of Directors and a Supervisory Board, approved as a management company by the AMF on 15 April 2004 under number GP 04000015.

Registered office: 47 rue du Faubourg Saint-Honoré - 75401 Paris Cedex 08, France

➤ **Custodian:**

CACEIS Bank

Société anonyme (Public limited company)

Credit institution approved by the CECEI

Registered office: 89-91 rue Gabriel Péri – 92120 Montrouge, France

Postal address: 12 place des États-Unis - CS 40083 - 92549 Montrouge CEDEX, France

The custodian's duties, as defined by the applicable regulations, include custody of the assets, checking that the management company's decisions are lawful and monitoring UCITS cash flows.

The custodian is also responsible, on behalf of the management company, for the Fund's liability accounting, which includes centralising subscription and redemption orders for Fund units as well as managing the Fund's unit issue account.

The custodian is independent of the management company.

Delegates

The description of the delegated custodial duties, the list of custodians and sub-custodians of CACEIS Bank and information relating to conflicts of interest that may result from these delegations are available on the CACEIS website: www.caceis.com.

Updated information is available to investors upon request.

➤ **Delegated transfer agent:**

CACEIS Bank has assumed delegated responsibility for the functions related to liability accounting, i.e. the clearing of subscription and redemption orders and the management of the UCITS' issuance account.

➤ **Institution delegated with the task of maintaining the issuing account:**

CACEIS Bank

Société anonyme (Public limited company)

Credit institution approved by the CECEI

Registered office: 89-91 rue Gabriel Péri – 92120 Montrouge, France

Postal address: 12 place des États-Unis - CS 40083 - 92549 Montrouge CEDEX, France

➤ **Sub-custodian:**

CACEIS Bank

Société anonyme (Public limited company)

Credit institution approved by the CECEI

Registered office: 89-91 rue Gabriel Péri – 92120 Montrouge, France

Postal address: 12 place des États-Unis - CS 40083 - 92549 Montrouge CEDEX, France

Acting on behalf of the custodian, the sub-custodian is responsible for the safekeeping of the UCITS' units, for their liquidation, and for the delivery-versus-payment (DVP) of orders sent and received by the custodian. It is also responsible for the financial administration of the UCITS' units (such as securities transactions and the collection of income).

➤ **Statutory auditor:**

KPMG Audit

Registered office: Financial Services / DSI - 2 avenue Gambetta - CS 60055 - 92066 Paris La Défense

Authorised signatory: Nicolas Duval-Arnould

➤ **Promoter:**

EDMOND DE ROTHSCHILD ASSET MANAGEMENT (FRANCE)

A public limited company (société anonyme) with a Board of Directors and a Supervisory Board, approved as a management company by the AMF on 15 April 2004 under number GP 04000015.

Registered office: 47 rue du Faubourg Saint-Honoré, 75401 Paris Cedex 08, France

Telephone: 00 33 1 40 17 25 25

email: contact@edram.fr

Fax: 00 33 1 40 17 24 42

Website: www.edram.fr

Edmond de Rothschild Asset Management (France) oversees the promotion of the UCITS and may delegate the actual marketing activities to a third party of its choice. Moreover, the management company is not aware of the identity of all the marketers of the UCITS' units who are permitted to act without any official agreement. Regardless of which company is ultimately appointed marketer, the Edmond de Rothschild Asset Management (France) sales teams are available to provide information or answer any questions that unitholders might have regarding the UCITS. They may be contacted at the company's registered office.

➤ **Delegation of the Fund's accounting:**

CACEIS FUND ADMINISTRATION

A limited company (société anonyme) with a share capital of €5,800,000.

Registered office: 89-91 rue Gabriel Péri – 92120 Montrouge, France

Postal address: 12 place des États-Unis - CS 40083 - 92549 Montrouge CEDEX, France

The management company Edmond de Rothschild Asset Management (France) delegates the accounting management of the UCITS to Caceis Fund Administration.

The primary corporate purpose of CACEIS Fund Administration is the valuation and accounting management of financial portfolios. As such, it mainly focuses on processing financial information for portfolios, the calculation of net asset values, bookkeeping for the portfolios, the production of accounting and financial statements and information, as well as the production of various regulatory and special reports.

➤ **Financial management delegated to:**

Except for foreign currency transactions, Edmond de Rothschild Asset Management (France) delegates the financial management of the UCITS to SUMITOMO MITSUI DS ASSET MANAGEMENT COMPANY LIMITED, registered with the Japanese Financial Services Agency (KINSYO No. 399)

Registered office: Toranomon Hills Business Tower 26F, 1-17-1 Toranomon, Minato-ku, Tokyo 105-6426, Japan

Website: <https://www.smd-am.co.jp/english/>

Edmond de Rothschild Asset Management (France) delegates part of the financial management of the UCI to: Edmond de Rothschild (Suisse) S.A.

Société anonyme (public limited company) incorporated under Swiss law, governed by the Swiss Federal Act on Banks and Savings Banks of 8 November 1934 and listed in the Swiss Trade and Companies Register under no. CHE-105.978.847.

Registered office: 18 rue de Hesse, 1204 Geneva, Switzerland

This delegation of financial management focuses on currency hedging for the units hedged.

➤ **Institutions authorised to receive subscription and redemption orders:**

CACEIS Bank (delegated transfer agent)

89-91 rue Gabriel Péri – 92120 Montrouge, France

Unitholders' attention is drawn to the fact that orders sent to institutions responsible for receiving subscription and redemption orders must take into account the deadline for centralising orders that is applicable to the Transfer Agent, CACEIS Bank. Consequently, the other designated institutions may apply their own deadlines – which may be earlier than that mentioned above – in order to take into account transmission times to CACEIS Bank.

CACEIS Bank, Luxembourg Branch

5 Allée Scheffer, L-2520 Luxembourg

III. OPERATING AND MANAGEMENT PROCEDURES

3.1 GENERAL CHARACTERISTICS:

➤ **Unit characteristics:**

ISIN codes:

A unit:	FR0010976555
C unit:	FR0010983924
CH unit:	FR0012799773
I unit:	FR0010983932
I CHF H unit:	FR0013274602
I JPY unit:	FR0013312329
IH unit:	FR0012799781
JH unit:	FR0012952224
R unit:	FR0010983940
SCH unit:	FR0012799799

Rights:

The Fund is a co-ownership of financial instruments and deposits whose units are issued and redeemed at the request of unitholders at their net asset value, plus or minus charges and fees, as appropriate. Unitholders have co-ownership rights to the Fund's assets in proportion to the number of units they hold.

Entry on a register:

The units will be listed on Euroclear France and will be treated as registered securities prior to listing, and as bearer securities once listed. The rights of holders of registered units will be represented by an entry in a register held by the custodian and the rights of holders of bearer units will be represented by an entry in the account held by the central custodian (Euroclear France) by way of sub-affiliation in the name of the sub-custodian.

Voting rights:

No voting rights are attached to the Fund's units. Decisions concerning the Fund are taken by the Management Company.

Type of units:

Bearer

Decimalisation (splitting):

A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units are expressed in whole numbers or in thousandths of units.

- **Year-end:**
The last Stock Exchange trading day of December.
- **Taxation:**
Since mutual funds have a co-ownership structure, they are exempt from corporation tax and are deemed to be transparent.
As such, any gains or losses realised when Fund units are redeemed (or when the Fund is dissolved) are capital gains or losses and are taxed as capital gains or losses on transferable securities, applicable to each unitholder depending on their own situation (country of residence, natural person or legal entity, place of subscription, and so on). Such gains may be subject to withholding tax if the unitholder is not a resident of France for tax purposes. In addition, unrealised capital gains may, in some cases, be subject to taxation. Lastly, unitholders are advised that the Fund only contains accumulation units.
Prior to subscribing to the Fund, unitholders unsure of their tax situation are advised to contact a tax adviser for further information about the specific tax treatment that will be applicable to them.
- **Specific tax system:**
None

3.2 SPECIFIC PROVISIONS:

- **Classification:**
International equity
- **Level of exposure to shares or units of other foreign UCITS, AIFs or investment funds:**
Up to 10% of its net assets.
- **Management objective:**
The UCITS' investment objective is to outperform the TOPIX Net Total Return Index over the recommended investment period of five years.
- **Benchmark index:**
TOPIX Net Total Return (Bloomberg: TPXNTR).
The TOPIX Net Total Return index is an index weighted by the market capitalisation of its constituents. It is calculated daily, with net dividends reinvested, by the Tokyo Stock Exchange and is expressed in Japanese yen for units denominated in yen and in euros for units denominated in euros. This data may be consulted at www.tse.or.jp.

Topix Total Return hedged in CHF (Bloomberg: TOPIXTHC)

The Topix Total Return index hedged in CHF is an index weighted by the market capitalisation of its constituents. It is calculated daily, with gross dividends reinvested, by the Tokyo Stock Exchange and is expressed in Swiss francs for units denominated in Swiss francs. This data may be consulted at www.tse.or.jp.

At the date of the latest update of this prospectus, the administrator of these benchmark indices (website: <https://www.jpx.co.jp/english/markets/indices/topix/>) is not yet included in the register of administrators and benchmark indices held by ESMA.

In accordance with Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016, the Management Company has a procedure in place for monitoring the benchmark indices used, which describes what action is to be taken in the event of material changes in an index, or if an index ceases to be provided.

➤ **Investment strategy:**

Strategies used:

The UCITS implements an active stock-picking management strategy, selecting stocks listed on Japanese markets, which shall represent a minimum of 75% of the net assets.

These equities will be selected in accordance with the following strategy:

- The selection of the investment scope is based on the use of quantitative filters to identify securities that will be considered eligible and will be subject to further analyses. Small-cap companies (less than €150 million) shall not account for more than 25% of the net assets.
- The selected securities are then subject to quantitative and qualitative analysis. The manager will select securities with the best performance potential in order to build a portfolio.

Based on the manager's expectations of equity market trends, the UCITS may invest in debt securities and money market instruments traded on international markets, subject to a limit of 25% of the net assets. These securities, rated at least "investment grade" (i.e. for which the risk of issuer default is lowest) at the time of purchase on the Standard & Poor's rating scale, or any other equivalent rating given by another independent agency, or which have an equivalent internal rating from the Management Company, but with no maximum duration, are selected based on their expected yield.

The selection of securities is not based automatically and exclusively on the rating criterion. It is mainly based on an internal analysis. Prior to each investment decision, the management company analyses each security against criteria other than its rating. In the event that an issuer in the High Yield category has its rating downgraded, the management company must conduct a detailed analysis in order to decide whether to sell or retain the security, so as to maintain the rating objective.

Between 75% and 110% of the UCITS' assets will be exposed to Japanese equities, directly and/or on an ancillary basis via UCIs, and/or through the use of financial contracts. The UCITS may also invest up to 10% of its net assets in Asian equities outside of Japan.

Between 0 and 100% of the UCITS' net assets may be invested in financial contracts traded on international regulated, organised or over-the-counter markets.

Furthermore, the securities selection process also includes negative screening, which involves excluding (i) companies that contribute to the production of controversial weapons, in compliance with international agreements in this field, (ii) companies exposed to activities related to thermal coal, unconventional fossil fuels and tobacco, and (iii) companies that violate one of the 10 principles of the United Nations Global Compact (UNGC), in accordance with the Edmond de Rothschild Asset Management (France) exclusion policy, which is available on its website. This negative screening process helps mitigate sustainability risk.

The fund does not include any other environmental or social characteristics in its investment selection process and sustainable investment is not its objective (as provided for under Articles 8 or 9 of Regulation (EU) 2019/2088, known as the "Disclosure Regulation" or "SFDR").

The Investment Manager does not take into account the negative impact of investment decisions on the sustainability factors of this product. The investments underlying this financial product do not take into account the European Union's criteria for environmentally sustainable economic activities, in accordance with the Taxonomy Regulation.

Instruments used:

• **Equities:**

Between 75% and 110% of the portfolio's net assets are exposed to Japanese equities with no restriction in terms of economic sector. Small-cap companies (less than €150 million) shall not account for more than 25% of the net assets. The selected securities may or may not have voting rights. The UCITS may also invest up to 10% of its net assets in Asian equities outside of Japan.

- **Debt securities and money market instruments:**

The portfolio's overall exposure to debt securities and money market instruments may represent up to 25% of the portfolio's assets. Investments are made in bonds and debt securities in order to protect the UCITS' performance if a downturn in equity markets is expected.

In accordance with its investment strategy, the UCITS may invest in bonds and debt securities denominated in euros, US dollars or Asian currencies, with no restrictions in terms of duration. These will be chosen from public or similar issues, with no rating restrictions, or from private issues ("investment grade" (i.e. for which the risk of issuer default is lowest) at the time of purchase on the Standard & Poor's rating scale or any other equivalent rating given by another independent agency, or which have an equivalent internal rating from the Management Company).

- **Shares or units of other French collective investment schemes or other foreign UCITS, AIFs or investment funds:**

The UCITS may hold up to 10% of its assets in units or shares of French or foreign UCITS or French AIFs, regardless of their classification, in order to diversify exposure to other asset classes, including exchange-traded funds (ETFs), with a view to increasing exposure to the equity markets or to diversify exposure to other asset classes (such as commodities or property).

Within this 10% limit, the UCITS may also invest in shares or units of foreign AIFs and/or foreign investment funds that meet the regulatory eligibility criteria.

These UCIs and investment funds may be managed by the management company or by an affiliated company.

- **Derivatives:**

Between 0 and 100% of the UCITS' net assets may be invested in financial contracts traded on international regulated, organised or over-the-counter markets in order to conclude:

- equity options and equity-index contracts to reduce equity volatility and increase the UCITS' exposure to a limited number of equities;
- equity-index futures contracts to manage exposure to equities;
- forward currency contracts, currency swaps, futures or options to hedge currency risk on assets denominated in other currencies.

The UCITS will not use total return swaps.

In order to significantly limit the total counterparty risk of instruments traded over-the-counter, the Management Company may receive cash collateral, which will be deposited with the custodian and will not be reinvested.

- **Securities with embedded derivatives:**

The UCITS may invest in financial instruments containing embedded derivatives, in order to expose it to international equity markets. The UCITS may purchase units in EMTNs (Euro Medium Term Notes) or index-linked bonds, warrants or certificates.

The proportion of instruments with embedded derivatives will be limited to 10% of the portfolio.

The use of instruments with embedded derivatives will not result in an overall increase of the UCITS' exposure to equity risk in excess of 110%.

- **Deposits:**

None

- **Cash borrowings:**

The UCITS does not intend to borrow cash. However, a liability position may exist from time to time due to transactions associated with the UCITS's cash flow (investments and divestments in progress, subscription/redemption transactions, etc.), up to a limit of 10% of the net assets.

- **Temporary purchases and sales of securities:**

In the interests of efficient portfolio management and without deviating from its investment objectives, the UCITS may make temporary purchases of securities involving eligible financial securities or money market instruments, up to 10% of its net assets. More precisely, these transactions will consist of reverse repurchase agreements linked to interest rate and credit products of eurozone countries, and will be carried out in the context of cash management and/or the optimisation of the UCITS' income.

The expected proportion of assets under management that will be the subject of such a transaction will be 10% of the net assets.

The counterparties to the transactions of these contracts are first-rate financial institutions domiciled in OECD countries that have a minimum rating of "investment grade" (rating greater than or equal to BBB- by Standard & Poor's or equivalent, or a rating deemed equivalent by the Management Company).

These counterparties do not have any influence on the composition or management of the UCITS' portfolio. In order to significantly limit the total counterparty risk of instruments traded over-the-counter, the Management Company may receive cash collateral, which will be deposited with the custodian and will not be reinvested.

Further information on remuneration for temporary sales and purchases of securities is provided in the "Charges and fees" section.

➤ **Risk profile:**

Your money will be invested primarily in financial instruments selected by the management company. These instruments will be subject to market trends and fluctuations.

The risk factors described below are not exhaustive. It is the responsibility of each investor to analyse the risk associated with such an investment and to form their own opinion independent of the Edmond de Rothschild Group by obtaining as much specialist advice on such matters as is necessary in order to ensure that this investment is appropriate for their financial and legal situation and investment horizon.

Risk of capital loss:

The UCITS does not guarantee or protect the capital invested, so investors may not recover the full amount of the capital they initially invested, even if they retain the units for the duration of the recommended investment period.

Discretionary management risk:

The discretionary management style is based on anticipating trends in the various markets (equities, bonds, money market, commodities and currencies). However, there is a risk that the UCITS may not be invested in the best-performing markets at all times. The performance of the UCITS may therefore fall short of the management objective, and a drop in its net asset value may lead to negative performance.

Credit risk:

Where debt securities and/or money market instruments such as treasury bills (BTFs and BTANs) or short-term negotiable securities are concerned, the main risk is that of issuer default, due either to the non-payment of interest and/or the non-repayment of capital. Credit risk is also associated with the downgrading of an issuer. Unitholders are reminded that the net asset value of the UCITS is likely to fall if a total loss is recorded on a financial instrument following default by an issuer. The inclusion of debt securities in the portfolio, whether directly or through UCIs, exposes the UCITS to the effects of variations in credit quality.

Interest rate risk:

The exposure to interest rate products (debt securities and money market instruments) makes the UCITS sensitive to interest rate fluctuations. Interest rate risk might result in a fall in the value of the security and, therefore, the NAV of the UCITS in the event of a change in the yield curve.

Currency risk:

The capital may be exposed to currency risks when the securities or investments of which it is composed are denominated in a currency other than that of the UCITS. Currency risk is the risk of a fall in the exchange rate of the listing currency of financial instruments in the portfolio, against the UCITS's base currency, the euro, which may lead to a fall in the net asset value.

Equity risk:

The value of a share may vary as a result of factors related to the issuing entity but also as a result of external, political or economic factors. Fluctuations in the equity and convertible bond markets, whose performance is partly correlated with that of the underlying equities, may lead to substantial variations in net assets, which could have a negative impact on the performance of the UCITS' net asset value.

Risks associated with small and mid-caps:

The securities of small- and mid-cap companies may be significantly less liquid and more volatile than those of large-cap companies. As a result, the UCITS' net asset value can fluctuate rapidly and significantly.

Risk associated with financial and counterparty contract commitments:

The use of financial contracts may result in the risk of a sharper, more abrupt drop in net asset value than in the markets in which the UCITS invests. Counterparty risk results from the use by the UCITS of financial contracts that are traded OTC and/or temporary purchases and sales of securities. These transactions potentially expose the UCITS to the risk of default by one of its counterparties and where applicable, a fall in its net asset value.

Liquidity risk:

The markets in which the UCITS trades may occasionally be affected by a lack of liquidity. These market conditions may affect the prices at which the UCITS may have to liquidate, initiate or modify positions.

Risk linked to derivatives:

The UCITS may invest in forward financial instruments.

The use of financial contracts may result in the risk of a sharper, more abrupt drop in net asset value than in the markets in which the UCITS invests.

Risk linked to the currency of units denominated in a currency other than that of the UCITS:

Unitholders investing in currencies other than the UCITS's base currency (YEN) may be exposed to currency risk if this is not hedged. The value of the UCITS' assets may fall if exchange rates vary, which may cause the net asset value of the UCITS to fall.

Risks associated with temporary purchases and sales of securities:

The use of these transactions and the management of their collateral may involve specific risks such as operational risks or custody risk. These transactions may therefore lead to a negative effect on the net asset value of the UCITS.

Legal risk:

This is the risk of inadequately drafting contracts concluded with counterparties for temporary purchases and sales of securities.

Sustainability risk:

Means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of the investment.

➤ **Guarantee or capital protection:**

None

➤ **Target subscribers and typical investor profile:**

A units are intended for all investors wishing to invest in yen.

C and CH units are intended for all subscribers wishing to invest in euros.

I, IH and R units are intended for legal entities and institutional investors dealing on their own account or on behalf of third parties, as well as all unitholders who subscribed to the UCITS before 07/02/2019, with the capacity to make an initial subscription of EUR 500,000.

I CHF H units are intended for legal entities and institutional investors dealing on their own account or on behalf of third parties, as well as all unitholders who subscribed to the UCITS before 07/02/2019, with the capacity to make an initial subscription of 500,000 Swiss francs.

I JPY units are intended for legal entities and institutional investors dealing on their own account or on behalf of third parties, as well as all unitholders who subscribed to the UCITS before 07/02/2019, with the capacity to make an initial subscription of 50,000,000 Yen.

JH units are intended for legal entities and institutional investors dealing on their own account or on behalf of third parties, as well as all unitholders who subscribed to the UCITS before 07/02/2019, with the capacity to make an initial subscription of USD 500,000.

SCH units are intended for legal entities and institutional investors dealing on their own account or on behalf of third parties, as well as all unitholders who subscribed to the UCITS before 07/02/2019, with the capacity to make an initial subscription of EUR 5,000,000.

This UCITS is intended for institutional investors, companies and individuals who are capable of understanding the specific risks associated with it, and who wish to achieve a greater return on their savings through an investment made entirely or partially in Japanese equities.

The units of this UCITS are not and will not be registered in the United States under the US Securities Act of 1933, as amended ("Securities Act 1933"), or under any other law of the United States. These units may not be offered, sold or transferred in the United States (including its territories and possessions), nor may they benefit, directly or indirectly, any US Person (within the meaning of Regulation S of the Securities Act 1933).

The UCITS may either subscribe to units or shares of target funds likely to participate in initial public offerings for US securities ("US IPOs") or directly participate in US initial public offerings ("US IPOs"). The Financial Industry Regulatory Authority (FINRA), in accordance with rules 5130 and 5131 of FINRA (the "Rules"), has decreed prohibitions regarding the eligibility of certain persons to participate in the allocation of US IPOs when the effective beneficiary(-ies) of such accounts are professionals in the financial services sector (including, among others, an owner or employee of a member of FINRA or a fund manager) (a "Restricted Person") or an executive officer or director of a US or non-US company that may be in a business relationship with a member of FINRA (an "Associated Person"). The UCITS may not be offered or sold for the benefit or on behalf of a "US Person" as defined by "Regulation S" nor to investors considered as Restricted Persons or Associated Persons in relation to the FINRA Rules. Investors should seek advice from their legal advisor if there are any doubts about their status.

The appropriate amount to invest in this UCITS depends on your personal situation. In determining their level of investment, investors are encouraged to seek professional advice in order to diversify their investments and establish the proportion of their financial portfolio or assets to be invested in this UCITS, with particular consideration for the recommended investment period and exposure to the aforementioned risks, and to their personal assets, requirements and objectives. In any event, unitholders must diversify their portfolio sufficiently to avoid being exposed solely to the risks of this UCITS.

Recommended minimum investment period: more than five years.

➤ **Procedures for determining and allocating distributable amounts:**

<i>Distributable Amounts</i>	<i>A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units</i>
Allocation of net profit/loss	Accumulation
Allocation of net realised gains or losses	Accumulation

➤ **Distribution frequency:**

Accumulation units: not applicable

➤ **Unit characteristics:**

The UCITS has 10 unit classes: A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units

A units are denominated in Euros and expressed in units or thousandths of a unit.

C units are denominated in Euros and expressed in units or thousandths of a unit.

CH units are denominated in Euro and expressed in units or thousandths of a unit.

I units are denominated in Euros and expressed in units or thousandths units.

I CHF H units denominated in Swiss francs and expressed in units or thousandths of a unit.

I JPY units are denominated in Euros and expressed in units or thousandths of a unit.

IH units are denominated in Euro and expressed in units or thousandths of a unit.

JH units are denominated in US dollars and expressed in units or thousandths of units.

R units are denominated in Euros and expressed in units or thousandths of a unit.

SCH units are denominated in Euro and expressed in units or thousandths of a unit.

➤ **Subscription and redemption procedures:**

Date and frequency of net asset value calculation:

The net asset value is calculated daily, with the exception of public holidays in France, days on which the French markets are closed (official calendar of EURONEXT PARIS S.A.) and days on which the Japanese markets are closed (official calendar of the TSE). No net asset value will be calculated on those days.

Initial NAV:

A unit:	10,000 JPY
C unit:	€100
CH unit:	€100
I unit:	€100
I CHF H unit:	CHF 100
I JPY unit:	100 JPY
IH unit:	€100
JH unit:	USD 100
R unit:	€100
SCH unit:	€100

Minimum initial subscription:

A unit:	1 unit
C unit:	1 unit
CH unit:	1 unit
I unit:	€500,000
I CHF H unit:	500,000 Swiss francs
I JPY unit:	50,000,000 Yen
IH unit:	€500,000
JH unit:	USD 500,000
R unit:	€500,000
SCH unit:	€5,000,000

Minimum subsequent subscription amount:

A unit:	1 thousandth of a unit
C unit:	1 thousandth of a unit
CH unit:	1 thousandth of a unit
I unit:	1 thousandth of a unit
I CHF H unit:	1 thousandth of a unit
I JPY unit:	1 thousandth of a unit
IH unit:	1 thousandth of a unit
JH unit:	1 thousandth of a unit
R unit:	1 thousandth of a unit
SCH unit:	1 thousandth of a unit

Subscription and redemption conditions:

Orders are executed in accordance with the table below.

Subscription and redemption conditions are expressed in business days.

D is the net asset value calculation day:

<i>Clearing of subscription orders</i>	<i>Clearing of redemption orders</i>	<i>Date of order execution</i>	<i>Publication of the net asset value</i>	<i>Settlement of subscriptions</i>	<i>Settlement of redemptions</i>
D-1, before 4.30 p.m	D-1, before 4.30 p.m	D	D+1	D+3	D+3*

* In the event of the dissolution of the Fund, redemptions will be settled within a maximum of five business days.

The management company has implemented a method of adjusting the Fund's net asset value known as Swing Pricing. This mechanism is described in Section VII of the prospectus: "Asset valuation rules".

Gates:

The management company may use the gate mechanism to stagger redemption requests from fund unitholders over multiple net asset values if they exceed a given threshold, when exceptional circumstances so require and if the interests of unitholders or the public so dictate.

Description of method:

The management company may decide not to execute all redemption requests for a given net asset value if the predetermined threshold is exceeded for a given net asset value. The management company objectively determines the level of this threshold by taking into account the frequency with which the net asset value of the fund is calculated, the fund's management strategy and the liquidity of the assets in the portfolio.

For the fund, the redemption ceiling may be applied by the management company when the threshold of 5% of net assets is reached.

The redemption gates correspond to the ratio between:

- the difference observed, on a single centralisation date, between the total volume of redemptions and the total volume of subscriptions; and
- the net assets of the fund.

When redemption requests exceed the trigger threshold of the redemption gates, the Fund may nevertheless decide to honour redemption requests made beyond the predetermined threshold, by partially or fully executing the orders that could have been blocked.

For example, if the total amount of unit redemption requests represents 10% of the net assets of the fund while the redemption gate is set at 5% of the net assets, the fund may decide to honour redemption requests up to 8% of the net assets (and therefore execute 80% of redemption requests instead of 50% if it strictly applied the 5% ceiling).

The maximum period of application of the redemption gate is set at 20 net asset values over 3 months.

Procedures for notifying unitholders:

If the gate mechanism is activated, fund investors will be notified by any appropriate means via the following website: <https://funds.edram.com>.

Unitholders in the fund whose redemption orders have not been executed will be individually notified as quickly as possible.

Processing unexecuted orders:

During the period of application of the gate mechanism, redemption orders will be executed in the same ratio for fund unitholders who have requested redemption at the same net asset value.

The unexecuted fraction of the redemption order that is deferred will not have priority over subsequent redemption requests. Unexecuted parts of redemption orders are automatically postponed and may not be revoked by Fund unitholders.

Exemption from the gate mechanism:

Subscription and redemption transactions for the same number of units on the basis of the same net asset value and for the same holder or beneficial owner (known as round-trip transactions) are not subject to the gate mechanism. This exclusion also applies to transfers from one unit class to another unit class at the same net asset value for the same amount and for the same holder or beneficial owner.

Subscriptions and redemptions of A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units are executed in amounts, units or thousandths of a unit.

For tax purposes, conversions from one unit class to another are treated as a redemption followed by a new subscription. Consequently, the tax system applicable to each subscriber depends on the tax provisions applicable to the subscriber's individual circumstances and/or the investment jurisdiction of the UCITS. In case of uncertainty, subscribers should contact their adviser to obtain information about the tax regime applicable to them.

Unitholders' attention is drawn to the fact that orders sent to institutions responsible for receiving subscription and redemption orders must take into account the deadline for centralising orders that is applicable to the Transfer Agent, CACEIS Bank. Consequently, the other designated institutions may apply their own deadlines – which may be earlier than that mentioned above – in order to take into account transmission times to CACEIS Bank.

Place and method of publication of the net asset value:

Edmond de Rothschild Asset Management (France)
47 rue du Faubourg Saint-Honoré – 75401 Paris Cedex 08, France

➤ **Charges and fees:**

Subscription and redemption fees:

Subscription and redemption fees increase the subscription price paid by the investor or reduce the redemption price. The fees payable to the UCITS serve to offset the charges incurred by the UCITS when investing and divesting investors' monies. Fees which are not paid to the UCITS are paid to the management company, promoter, etc.

<i>Fees payable by the investor on subscriptions and redemptions</i>	<i>Basis</i>	<i>Rate scale A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units</i>
Subscription fee not payable to the UCITS	Net asset value x Number of units	A unit: Maximum 3%
		C unit: Maximum 3%
		CH unit: Maximum 3%
		I unit: None
		I CHF H unit: None
		I JPY unit: None
		IH unit: None
		JH unit: None
		R unit: None
		SCH unit: None
Subscription fee payable to the UCITS	Net asset value x Number of units	A unit: None
		C unit: None
		CH unit: None
		I unit: None
		I CHF H unit: None
		I JPY unit: None
		IH unit: None
		JH unit: None
		R unit: None
		SCH unit: None
Redemption fee not accruing to the UCITS	Net asset value x Number of units	A unit: None
		C unit: None
		CH unit: None
		I unit: None
		I CHF H unit: None
		I JPY unit: None
		IH unit: None
		JH unit: None
		R unit: None
		SCH unit: None
Redemption fee accruing to the UCITS	Net asset value x Number of units	A unit: None
		C unit: None
		CH unit: None
		I unit: None
		I CHF H unit: None

		I JPY unit: None
		IH unit: None
		JH unit: None
		R unit: None
		SCH unit: None

Operating and management fees:

These charges cover all the costs invoiced directly to the UCITS, except transaction charges.

Transaction costs include intermediary costs (brokerage fees, local taxes, etc.) as well as any transaction fees, if applicable, that may be charged by the Custodian and the Management Company, in particular.

The following fees may be charged on top of operating and management fees:

- Performance fees:
- Transaction fees invoiced to the UCITS
- Fees linked to temporary purchases and sales of securities, as applicable.

The Management Company is required to pay a proportion of the UCI's financial management fees as remuneration to intermediaries – such as investment companies, insurance companies, management companies, marketing intermediaries, distributors or distribution platforms – who have signed a UCI-unit distribution or investment agreement, or a finders-fee agreement. This remuneration is variable and depends on the business relationship in place with the intermediary and whether the beneficiary can demonstrate an improvement in the quality of the service provided to the customer. This remuneration may be either flat-rate amount or calculated on the basis of the net assets subscribed as a result of the actions of the intermediary. The intermediary may or may not be a member of the Edmond de Rothschild Group. In accordance with the applicable regulations, each intermediary will provide the client with any useful information on costs and fees, as well as their remuneration.

For more information about the fees charged to the UCITS, please refer to the Key Information Document (KID) for the corresponding units.

Fees charged to the UCITS	Basis	Rate scale
Financial management fees	Net assets of the UCITS	A unit: Maximum 1.85% incl. taxes*
		C unit: Maximum 1.85% incl. taxes*
		CH unit: Maximum 1.85% incl. taxes*
		I unit: Maximum 1.05% incl. taxes*
		I CHF H unit: Maximum 1.05% incl. taxes*
		I JPY unit: Maximum 1.05% incl. taxes*
		IH unit: Maximum 1.05% incl. taxes*
		JH unit: Maximum 1.05% incl. taxes*
		R unit: Max. 1.20% incl. taxes*
		SCH unit: Maximum 0.75% incl. taxes*
Operating fees and other services (administrative fees external to the management company**, in particular fees charged by the custodian, appraiser, statutory auditor, etc.)	Net assets of the UCITS	A unit: Maximum 0.15% incl. taxes*
		C unit: Maximum 0.15% incl. taxes*
		CH unit: Maximum 0.15% incl. taxes*
		I unit: Maximum 0.15% incl. taxes*
		I CHF H unit: Maximum 0.15% incl. taxes*
		I JPY unit: Maximum 0.15% incl. taxes*
		IH unit: Maximum 0.15% incl. taxes*
		JH unit: Maximum 0.15% incl. taxes*
R unit: Maximum 0.15% incl. taxes*		

		SCH unit: Maximum 0.15% incl. taxes*
Transaction fees paid to service providers: Custodian: between 0% and 50% Management company: between 50% and 100%	On the transaction amount	Variable, depending on the instrument, and in particular: <u>Per transaction</u> : 0 to 0.50% maximum + taxes (minimum of €0 to €200, depending on the instrument's stock exchange) <u>On coupon redemption</u> : 0 to 5% maximum + taxes
Performance fee ⁽¹⁾	Net assets of the UCITS	A unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		C unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		CH unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		I unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		I CHF H unit: 15% per year of the outperformance compared with the benchmark, the Topix Total Return index hedged in CHF, with gross dividends reinvested.
		I JPY unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		IH unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		JH unit: 15% per year of the outperformance compared with the benchmark, the TOPIX Net Total Return Index with net dividends reinvested
		SCH unit: None

*Including all taxes.

For this activity, the Management Company has not opted for VAT.

** "Operating fees and other services" include:

- Fund registration and listing costs, including:

- o All costs in connection with the registration of the UCI in other Member States – including the fees charged by advisors (lawyers, consultants, etc.) for completing marketing formalities with the local regulator on behalf of the Management Company;
- o Costs in connection with the listing of the UCI and the publication of net asset value information for investors;
- o Costs in connection with distribution platforms (excluding retrocessions); Agents in foreign countries who liaise with distribution platforms: Local transfer agent, Paying transfer agent, Facility Agent, etc.

- Customer- and distributor-information costs, including:

- o Costs in connection with the creation and dissemination of KIIDs/KIDs/Prospectuses and regulatory reporting;
- o Costs in connection with the communication of regulatory information to distributors;
- o Information provided to holders by any means (publications in the press, other);
- o Special information to direct and indirect holders: Letters to holders, etc.;

o Website administration costs;

o UCI-specific translation costs.

- Data-related costs, including:

o Benchmark licensing costs;

o Costs in connection with data used for re-dissemination to third parties (e.g., reuse in reports on issuers' ratings, index compositions, data, etc.);

o Audit and label-promotion costs (e.g., ISR label, Greenfin label, etc.).

- Custodian, legal, audit, tax, etc., including costs in connection with:

- o Statutory Auditors;
- o Custodian;
- o Account holders;
- o Delegation of administrative and accounting management functions;
- o Tax-related expenses, including lawyers and external experts (recovery of withholdings at source on behalf of the fund, local tax agents, etc.);
- o UCI-specific legal costs;
- Costs in connection with compliance with regulatory requirements and reporting to regulators, including:
- o Costs in connection with producing regulatory reports for UCI-specific regulators (MMF reports, AIFM reports, ratio overruns, etc.);
- o Subscriptions to mandatory professional associations;
- o Threshold overrun tracking costs;
- o Operational costs:
- Customer-knowledge-related costs:
- o Customer compliance (diligence and creation/update of customer files).

"Operating fees and other services" may not exceed 0.15% of net assets (incl. taxes).

The costs will be deducted as a fixed amount that may not exceed the maximum rate for the specified scale;

This rate may be deducted even if the actual costs are less. If this rate is exceeded, the difference will be borne by the Management Company.

For further information, subscribers can refer to the UCITS's annual report. The costs listed above are recorded directly in the UCITS's income statement whenever the net asset value is calculated.

(1) Performance fee

Performance fees may be deducted by the management company in accordance with the following rules:

Benchmark index:

- Topix Net Total Return, for units denominated in JPY, EUR and USD
- Topix Total Return hedged in CHF, for units denominated in CHF

The performance fee is calculated by comparing the performance of the Fund's unit with that of an indexed reference asset.

The indexed reference asset reproduces the performance of the benchmark index adjusted for subscriptions, redemptions and, where applicable, dividends.

When the unit outperforms its benchmark index, a provision of 15% will be applied to its outperformance.

Should the Fund's unit outperform its benchmark index during the Crystallisation Period – and even if the unit's performance is negative – a performance fee may be deducted.

A provision for performance fees, net of costs, will be made each time the net asset value is calculated.

When units are redeemed, the proportion of the performance fee corresponding to the redeemed unit will be payable to the management company (crystallisation principle).

Should the Fund's unit underperform compared to its benchmark index, the performance fee provision will be adjusted by reversing the provision. The reversal cannot exceed the provision.

The Crystallisation Period for calculating performance fees, net of costs, ends on the last net asset value date in December.

This performance fee is payable annually after calculating the last net asset value for the Crystallisation Period.

The Crystallisation Period is at least one year. The first Crystallisation Period runs from the date of creation of the unit to the end date of the first Crystallisation Period, ensuring compliance with the minimum term of one year, i.e. at the earliest in the month of December. It is at the end of this Period that the compensation mechanism for past underperformance may be activated. To that end, the reference period may comprise no more than 4 additional observation periods, and may therefore be five years, in order to offset past under-performance, or less, if the under-performance is recovered more quickly. Any over-performance recorded during this Reference Period will be given priority to offset the earliest case of under-performance. Accordingly, under-performance in the first Crystallisation Period in the Reference Period must be offset over the course of at least 5 Crystallisation Periods before it can be forgotten.

At the end of each Crystallisation Period:

A If the Reference Period comprises fewer than 5 Crystallisation Periods:

- 1) **If the Fund's unit outperforms** its benchmark index:
 - a) At the end of the first Crystallisation Period in the Reference Period: the management company will crystallise the over-performance and the performance fee will be payable. The Fund will then commence a new Reference Period of no more than five years.
 - b) At the end of each subsequent Crystallisation Period (other than the first Crystallisation Period) in the Reference Period: the management company will check whether the over-performance is enough to offset the residual under-performances accrued over the Reference Period:
 - i. If the observed over-performance does not offset the residual underperformances that have accrued over the Reference Period, no performance fee is recorded and the total residual under-performance is carried over to the next Crystallisation Period, within the limit of no more than 5 Crystallisation Periods per Reference Period.
 - ii. If the over-performance offsets the residual under-performance that has accrued over the Reference Period, the over-performance will be crystallised and the performance fee will be payable. The Fund will then commence a new Reference Period of no more than five years.
- 2) **If the Fund's unit under-performs** compared to its benchmark index: no performance fee is recorded. The under-performance is carried over to the next Crystallisation Period and is added to the residual under-performance inherited from the previous Crystallisation Periods. A performance fee will only be provisioned/paid after the under-performance accrued over the Reference Period is offset.

B If the Reference Period already comprises 5 Crystallisation Periods:

- 1) **If the Fund's unit under-performs** compared to its benchmark index: no performance fee is recorded. The residual non-offset under-performance inherited from the first Crystallisation Period is forgotten. The residual under-performance that accrues over the following Crystallisation Periods, including under-performance in the Crystallisation Period that just ended, will be carried over to the following Crystallisation Period. A performance fee will only be provisioned after the under-performance accrued over the Reference Period is offset.

- 2) **If the Fund's unit outperforms** its benchmark index: the management company will assess whether it is enough to offset the residual under-performance accrued over the Reference Period, offsetting, as a priority, the earliest cases of under-performance within the Reference Period:
- a) If the observed over-performance is not enough to offset the residual under-performance accrued over the Reference Period: no performance fee is recorded. The residual under-performance to carry over to the next Crystallisation Period will depend on whether or not the residual under-performance from the first Crystallisation Period is offset:
 - i. If the residual under-performance from the first Crystallisation Period is not offset, it will be forgotten and the residual under-performance that accrues over the rest of the Reference Period is carried over to the following Crystallisation Period. A performance fee will only be provisioned after the under-performance accrued over the Reference Period is offset.
 - ii. If the residual under-performance from the first Crystallisation Period is offset, the residual under-performance that accrues over the rest of the Reference Period is carried over to the following Crystallisation Period. A performance fee will only be provisioned after the under-performance accrued over the Reference Period is offset.
 - b) If the observed over-performance offsets the residual under-performance accrued over the Reference Period, the management company will crystallise the over-performance and the performance fee will be payable. The Fund will then commence a new Reference Period of no more than five years.

Calculation method

Amount of provision = MAX (0; NAV(t) – Target NAV (t) x performance fee rate

NAV (t): net assets at the end of year t

Reference NAV: last net asset value of the previous Reference Period

Reference date: date of Reference NAV

Target NAV (t) = reference NAV x (benchmark index value on date t/benchmark index value on the reference date) adjusted for subscriptions, redemptions and dividends.

Examples:

The examples below are based on the assumption of zero subscriptions, redemptions and dividends.

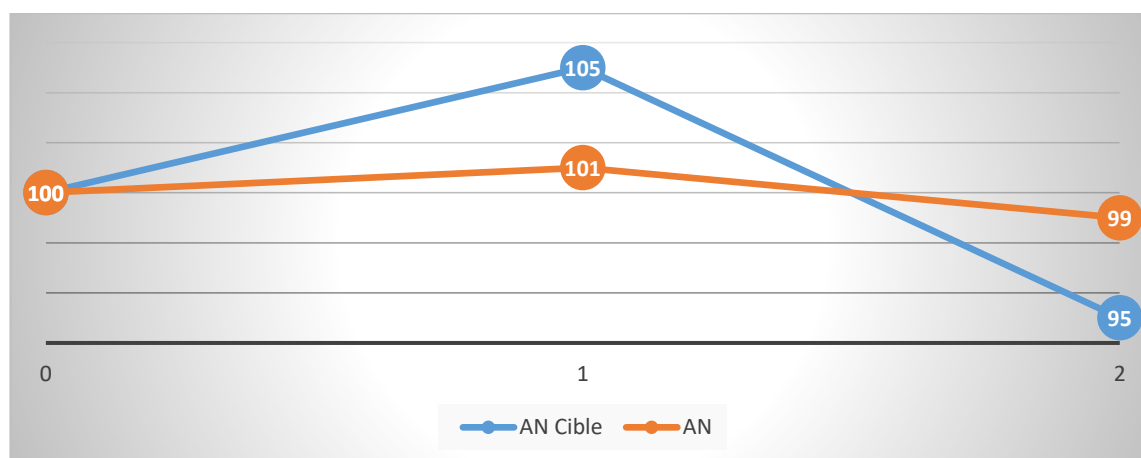
Example 1:

Period	0	1	2
Target NAV	100	105	95
NAV	100	101	99
Basis of calculation: NAV – Target NAV		-4	4

Period	Combine d unit performance*	Combine d index performance*	Combine d relative performance*	Unit performance in previous year	Index performance in previous year	Relative performance in previous year	Fee charged**	Renewed period "R"/Extended period "E", or Deferred period "D"
0-1	1	5	-4	1	5	-4	No	E
0-2	-1	-5	4	-2	-10	8	Yes	R

*from start of Reference period

**for outperformance



Period 0-1: The NAV for the Reference Period is less than the Target NAV (101 versus 105, differential/relative performance from start of Reference Period of -4). No performance fee is therefore charged and the initial one-year Reference Period is extended by an additional year. The Reference NAV is unchanged.

Period 0-2: The NAV for the Reference Period is higher than the Target NAV (99 versus 95, differential/relative performance from start of reference period of 4). Absolute performance from the start of the Reference Period is negative (NAV end of reference period: 99 < NAV

start of Reference Period: 100). A performance fee is charged, its basis of calculation is equal to the combined relative performance since the start of the Reference Period (4). Its amount is equal to the basis of calculation multiplied by the performance fee rate. The Reference Period is renewed and a new Reference NAV is set at 99.

Example 2:

Period	0	1	2	3	4	5
Target NAV	100	102	104	106	108	110
NAV	100	101	101	105	106	107
Basis of calculation: NAV – Target NAV		-1	-3	-1	-2	-3

Period	Combined unit performance*	Combined index performance*	Combined relative performance*	Unit performance in previous year	Index performance in previous year	Relative performance in previous year	Application of a fee	Renewed period "R"/Extended period "E", or Deferred period "D"
0-1	1	2	-1	1	2	-1	No	E
0-2	1	4	-3	0	2	-2	No	E
0-3	5	6	-1	4	2	2	No	E
0-4	6	8	-2	1	2	-1	No	E
0-5	7	10	-3	1	2	-1	No	D

*from start of reference period

**for outperformance

Periods 0-1 and 0-2: The absolute performance generated over the period is positive (NAV > reference NAV) but the relative performance is negative (NAV < target NAV). No performance fee is charged. The Reference Period is extended by one year at the end of the first year and by an additional year at the end of the second year. The Reference NAV is unchanged.

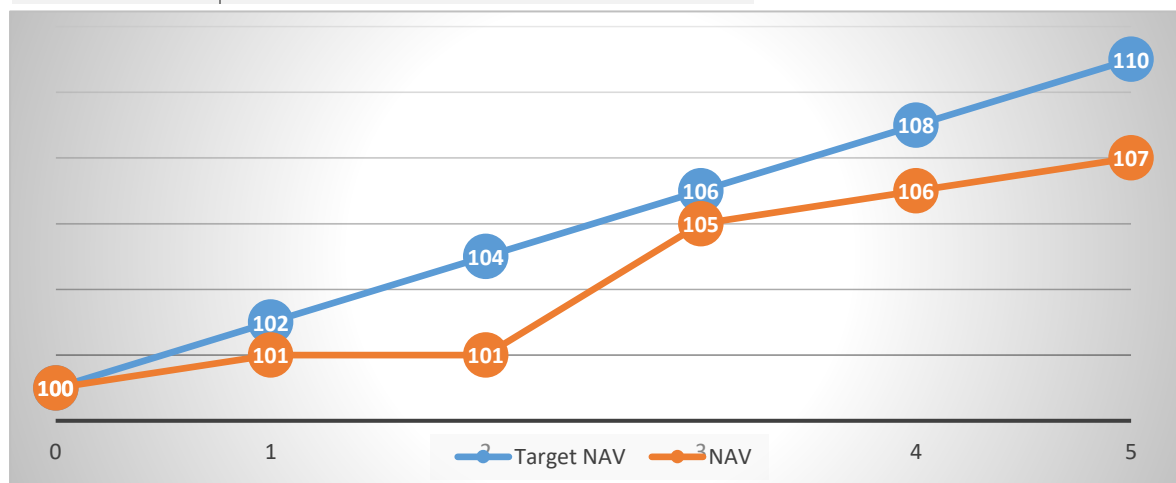
Period 0-3: The absolute performance generated over the period is positive (5) and the relative performance generated over the year is positive (4), but the cumulative relative performance since the start of the Reference Period (0-3) is negative (-1). Therefore, no performance fee is charged. The Reference Period is extended by an additional year. The Reference NAV is unchanged.

Period 0-4: Negative relative performance over the Reference Period, no performance fees, the Reference Period is extended again by an additional year for the fourth and final time. The Reference NAV is unchanged.

Period 0-5: Relative performance over a negative period, no performance fee is charged. The Reference Period has reached its maximum duration of five years and therefore cannot be extended. A new Reference Period shall be established, beginning at the end of year 3, with the year-end NAV of year 3 as the Reference NAV (105: year-end NAV over the current Reference Period having the highest combined relative performance, in this case of -1).

Example 3:

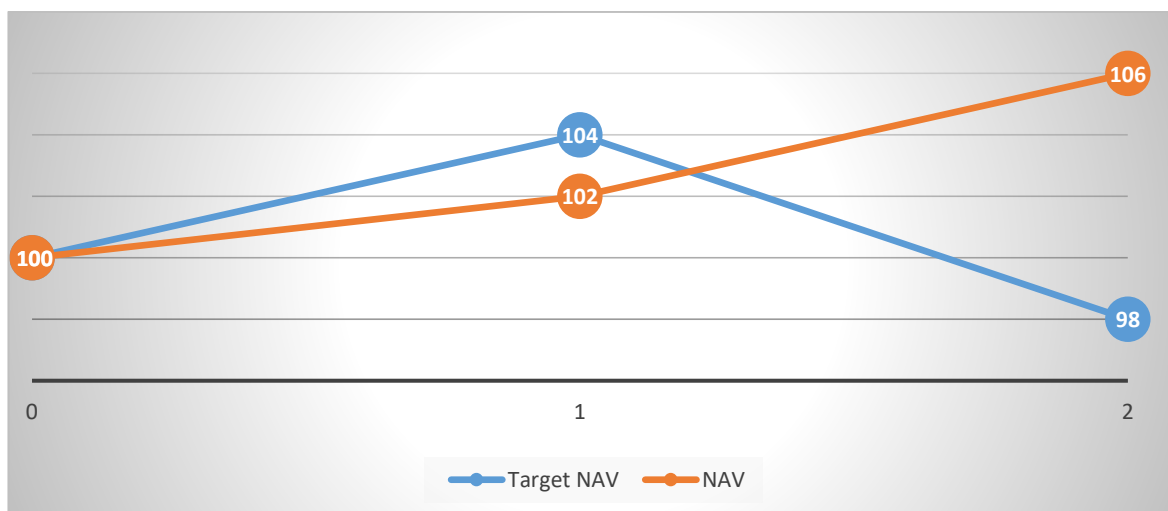
Period	0	1	2
Target NAV	100	104	98
NAV	100	102	106
Basis of calculation: NAV – Target NAV		-2	8



Period	Combined unit performance*	Combined index performance*	Combined relative performance*	Unit performance in previous year	Index performance in previous year	Relative performance in previous year	Application of a fee	Renewed period "R"/Extended period "E", or Deferred period "D"
0-1	2	4	-2	2	4	-2	No	E
0-2	6	-2	8	4	-6	10	Yes	R

*from start of Reference period

**for outperformance



Period 0-1: Positive absolute performance but under-performance of -2 (102-104) over the Reference Period. No performance fee is charged. The Reference Period is extended by one year. The Reference NAV is unchanged.

Period 0-2: Positive absolute performance and outperformance of 8 (106-98). A performance fee is therefore charged with a basis of calculation of 8. The Reference Period is renewed, a new Reference NAV is set at 106.

Example 4:

Period	0	1	2	3	4	5	6
Target NAV	100	108	110	118	115	110	111
NAV	100	104	105	117	103	106	114
Reference NAV	100	100	100	100	100	100	117
Basis of calculation: NAV – Target NAV		-4	-5	-1	-12	-4	3

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*from start of reference period

**for outperformance

*** rounded

Period 0-1: The performance of the unit is positive (4) but below that of the benchmark index (8) over the Reference Period. No performance fee is charged. The reference period is extended by one year. The Reference NAV then remains unchanged (100).

Period 0-2: The performance of the unit is positive (5) but below that of the benchmark index (10) over the Reference Period. Therefore, no performance fee is charged. The reference period is extended by one year. The Reference NAV then remains unchanged (100).

Period 0-3: The performance of the unit is positive (17) but below that of the benchmark index (18) over the Reference Period. Therefore, no performance fee is charged. The reference period is extended by one year. The Reference NAV then remains unchanged (100).

Period 0-4: The performance of the unit is positive (3) but below that of the benchmark index (15) over the Reference Period. Therefore, no performance fee is charged. The reference period is extended by one year. The Reference NAV then remains unchanged (100).

Period	Combined unit performance*	Combined index performance*	Combined relative performance*	Unit performance in previous year	Index performance in previous year	Relative performance in previous year	Application of a fee	Renewed period "R"/extended period "E" or deferred period "D"	Change in reference NAV
0-1	4	8	-4	4	8	-4	No	E	No
0-2	5	10	-5	1	2	-1	No	E	No
0-3	17	18	-1	11	7	4	No	E	No
0-4	3	15	-12	-12	-3	-9	No	E	No
0-5	6	10	-4	3	-4	7	No	D	Yes
3-6	-3	-5	3***	8	2	6	Yes	R	Yes

Period 0-5: The performance of the unit is positive (6) but below that of the benchmark index (10) over the Reference Period. Therefore, no performance fee is charged. The reference period has reached its maximum duration of five years and therefore cannot be extended. A new Reference Period shall be established, beginning at the end of year 3, with the year-end NAV of year 3 as the Reference NAV (117: year-end NAV over the current reference period having the highest combined relative performance, in this case of -1).

Period 3-6: The performance of the unit is negative (-3) but greater than that of the benchmark index (-5). A performance fee is therefore charged, based on the cumulative relative performance since the beginning of the period, i.e. NAV (114)-Target NAV (111): 3. The Reference NAV becomes equal to the NAV at the end of the period (114). The Reference Period is renewed.

Fees linked to equity research as defined by Article 314-21 of the General Regulation of the AMF are charged to the UCITS.

Any retrocession of management fees for the underlying UCIs and investment funds collected by the UCITS will be repaid to the UCITS. The rate of management fees applicable to the underlying UCIs and investment funds will be valued by taking into account any trailer fees collected by the UCITS.

In the exceptional case that a sub-custodian applies an unanticipated transaction fee not set out in the terms and conditions mentioned above, a description of the transaction and the transaction fees charged will be specified in the management report of the UCITS.

Procedure for selecting intermediaries:

In accordance with the AMF General Regulations, the Management Company has established a Best Selection/Best Execution policy for intermediaries and counterparties. The purpose of this policy is to select, according to various predetermined criteria, the brokers and intermediaries whose execution policy will achieve the best possible results when executing orders. The Edmond de Rothschild Asset Management (France) Policy is available on its website at www.edram.com.

Calculation and allocation of the proceeds resulting from temporary purchases and sales of securities and any equivalent transaction under foreign law:

Repurchase agreement transactions are conducted through Edmond de Rothschild (France) according to the prevailing market conditions at the time of the transaction.

The costs and expenses linked to these transactions are borne by the UCITS. Income generated by the transaction is paid in full to the UCITS.

IV. COMMERCIAL INFORMATION

➤ Information for investors:

Subscription and redemption orders for units are centralised by:
Caceis Bank

Société anonyme (Public limited company)

Credit institution approved by the CECEI

Registered office: 89-91 rue Gabriel Péri – 92120 Montrouge, France

Postal address: 12 place des États-Unis - CS 40083 - 92549 Montrouge CEDEX, France

Any requests for information about the UCITS may be sent to the promoter.

The Management Company may send the composition of the UCI's portfolio to certain shareholders, or to their service providers with an obligation of confidentiality, for the purposes of calculating the regulatory requirements relating to Directive 2009/138/EC (Solvency II) in accordance with the guidance issued by the AMF, after more than 48 hours have passed since the publication of the net asset value.

Information concerning the consideration of criteria relating to compliance with social and environmental objectives and of governance quality in the management of this UCITS is included on the website at www.edram.fr and is recorded in the annual report of the UCITS for the ongoing financial year.

V. INVESTMENT RULES

The UCITS complies with the investment rules set out in European Directive 2009/65/EC. The UCITS may use the exemption from the 5-10-40 ratio by investing more than 35% of its net assets in eligible financial securities and money market instruments issued or guaranteed by any State or authorised public or semi-public body.

VI. OVERALL RISK

Method used to calculate total risk: The UCITS listed below use the commitment method to calculate the total risk ratio of the UCITS associated with financial contracts.

VII. ASSET VALUATION RULES

➤ **Asset valuation rules:**

The net asset value per unit is calculated in accordance with the valuation rules specified below. The procedures are set out in detail in the notes to the annual financial statements. The valuation is calculated on the basis of closing prices.

- Securities traded on a French or foreign regulated market are valued at their market price. The valuation at the reference market price is calculated in accordance with the procedures determined by the Management Company and set out in detail in the notes to the annual financial statements;
- Debt securities and similar negotiable securities that are not traded in large volumes are valued using an actuarial method, with the rate used being that of issues of equivalent securities plus or minus any differential representing the intrinsic characteristics of the issuer of the security. However, transferable debt securities with a residual maturity of three months or less or without a particular sensitivity may be valued using the straight-line method. The procedures governing the application of these rules are decided by the Management Company and set out in detail in the notes to the annual financial statements;
- For transferable securities and other items on the balance sheet whose prices have not been quoted on the valuation date, the Management Company will adjust their valuation to reflect variations that are likely to arise due to current events. The Statutory Auditor is notified of this decision;
- Futures and options traded on French or foreign organised markets are valued at their market value based on the procedures determined by the Management Company and described in the notes to the annual financial statements;
- Transactions involving futures, options or swaps concluded on over-the-counter markets authorised by the regulations applicable to UCITS are valued at their market value or at a value estimated in accordance with the procedures determined by the Management Company and described in the notes to the annual financial statements;
- Shares in SICAVs and units in mutual funds are valued either on the basis of the last known net asset value or on the basis of the last known market price quoted on the valuation date.

➤ **Swing Pricing method used to adjust the net asset value, with trigger threshold**

To protect the interests of the Fund's unitholders, the management company has implemented a method of adjusting the net asset value known as Swing Pricing, with a trigger threshold. In the event of significant movement of the Fund's liabilities, this mechanism consists of ensuring that the cost of transactions generated by these subscriptions/redemptions is borne by the Fund's incoming or outgoing unitholders.

If, on a net asset value calculation day, the net amount of subscription and redemption orders from investors across all unit classes of the Fund exceeds a threshold that has been predetermined by the management company, expressed as a percentage of the Fund's net assets (called the trigger threshold), the net asset value may be adjusted upwards or downwards to take into account the readjustment costs attributable to the respective net subscription/redemption orders. The net asset value of each unit class is calculated separately but, in terms of percentage, any adjustment affects all the net asset values for each unit class of the Fund in an identical manner.

The costs and the trigger threshold are determined by the Management Company and reviewed periodically. The Management Company estimates these costs on the basis of transaction fees, purchase and sale price ranges, and any taxes applicable to the Fund.

As this adjustment is linked to the net amount of the Fund's subscription and redemption orders, it is not possible to predict with accuracy whether swing pricing will be applied at any given moment in the future, or the frequency with which the Management Company will make such adjustments. In any event, such adjustments may not exceed 2% of the net asset value.

Investors are informed that, due to the application of swing pricing, the volatility of the net asset value of the Fund may not solely reflect that of the securities held in the portfolio.

The adjusted net asset value, the "swung" NAV, is the only net asset value notified to unitholders. However, if a performance fee is payable, this will be calculated based on the net asset value prior to applying the swing pricing mechanism.

In accordance with the regulations, the Management Company does not notify unitholders of the trigger threshold and ensures that internal information channels are restricted, to preserve the confidential nature of the information.

➤ **Accounting method:**

The UCITS complies with the accounting rules set forth in the current regulations and, in particular, with the applicable chart of accounts.

The UCITS has chosen the Japanese Yen as its base currency.

Interest is recorded using the accrued interest method.

All transactions are recorded exclusive of charges.

VIII. REMUNERATION

Edmond de Rothschild Asset Management (France) has a remuneration policy that complies with the provisions of European Directive 2009/65/EC ("UCITS V Directive") and Article 321-125 of the AMF General Regulations which apply to UCITS. The remuneration policy promotes the sound and effective management of risk and does not encourage risk-taking that would be inconsistent with the risk profiles of the UCITS it manages. The management company has implemented adequate measures to prevent any conflict of interest.

For all management company employees who are considered to have a material impact on the risk profile of the UCITS, and identified as such each year using a process involving the Human Resources, Risk and Compliance teams, the remuneration policy involves having part of their variable remuneration (which must remain within reasonable limits in relation to fixed remuneration) deferred over three years.

The Management Company has decided not to establish its own remuneration committee, choosing instead to delegate this function to its parent company, Edmond de Rothschild (France). It is organised in accordance with the principles set out in Directive 2009/65/EC.

Details of the management company's remuneration policy are available on the company's website: <http://www.edmond-de-rothschild.com/site/France/fr/asset-management>. A written copy of the policy is available free of charge from the management company upon request.

IX. Additional information for investors domiciled in EU/EEA countries in which the Fund is registered for distribution

Facilities to investors in accordance with Art. 92(1) a) of the Directive 2009/65/EC (as amended by the Directive (EU) 2019/1160) :

1. Process subscriptions, repurchase and redemption orders and make other payments to unitholders relating to the units of the UCITS
2. Provide investors with information on how orders can be made and how repurchase and redemption proceeds are paid.
3. Facilitate the handling of information and access to procedures and arrangements referred to in Article 15 of Directive 2009/65/EC relating to investors' exercise of their rights.
4. Make the information and documents required pursuant to Chapter IX of Directive 2009/65/EC available to investors.
5. Provide investors with information relevant to the tasks that the facilities perform in a durable Medium.
6. Acting as a contact point for communications with the National Competent Authority.

Contact person for task 1.:

Edmond de Rothschild (France)

Address : 47 rue du Faubourg Saint-Honoré 75401 Paris Cedex 08

Contact person for tasks 2. to 6.:

Edmond de Rothschild Asset Management (France)

Address : 47 rue du Faubourg Saint-Honoré 75401 Paris Cedex 08

Email : contact-am-fr@edr.com

In addition to the above, this appendix provides additional information for investors in the following jurisdictions:

- **Germany**

In addition, investors in the Federal Republic of Germany will get informed by means of a durable medium (§ 167 Investment Code) in the following cases:

- Suspension of the redemption of the units;
- Termination of the management of the fund or its liquidation;
- Any amendments to the articles of incorporation which are inconsistent with the previous investment principles, which affect material investor rights or which relate to remuneration and reimbursement of expenses that may be paid or made out of the asset pool;
- Merger of the fund with one or more other funds;
- The change of the fund into a feeder fund or the modification of a master fund.

EDMOND DE ROTHSCHILD JAPAN

FRENCH MUTUAL FUND (FCP)

MANAGEMENT REGULATIONS

TITLE I

ASSETS AND UNITS

Article 1 - Co-ownership units

Co-owners' rights are represented by units, with each unit corresponding to the same fraction of the Fund's assets (or the sub-fund, if applicable). Each unitholder has a co-ownership right to the Fund's assets proportional to the number of units they hold.

The term of the Fund is 99 years starting from its creation date, except in the event of early dissolution or extension as set out in these regulations.

The characteristics of the different unit classes and their eligibility requirements are specified in the Fund's prospectus. Possibility of consolidation or division of units.

The Fund has 10 unit classes: A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH accumulation units.

The Management Company's governing body may decide to split A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units into thousandths, referred to as fractions of units.

The provisions of the regulations governing the issue and redemption of units shall apply to fractions of units, whose value shall always be proportionate to that of the units they represent. Unless otherwise provided, all other provisions of the regulations relating to units shall apply to fractions of units without any need to make a specific provision to that end.

The governing body of the management company may also decide, at its sole discretion, to divide the units by issuing new units, which shall be allocated to unitholders in exchange for their existing units.

Article 2 - Minimum capital

Units may not be redeemed if the assets of the Fund fall below €300,000. If the assets remain below this amount for a period of 30 days, the management company shall make the necessary provisions to liquidate the UCITS concerned or to carry out one of the operations mentioned in Article 411-16 of the AMF General Regulations (transfer of the UCITS).

Article 3 - Subscription and redemption of units

Units are issued at any time at the request of the unitholders based on their net asset value, plus any subscription fees. Redemptions and subscriptions shall be carried out under the terms and conditions set out in the prospectus.

The Mutual Fund's units may be admitted for trading in accordance with the regulations in force.

Subscriptions must be fully paid up on the day the net asset value is calculated. They may be paid in cash and/or through the contribution of financial instruments. The Management Company is entitled to refuse any securities offered and, for that purpose, must announce its decision within seven days of the date on which the securities were deposited. If they are accepted, the securities contributed in kind shall be valued according to the rules laid down in Article 4 and the subscription shall be based on the first net asset value following the acceptance of the securities in question.

Redemptions may also be made in kind. If a redemption in kind corresponds to a representative portion of the assets of the portfolio, only the signed written agreement of the outgoing unitholder shall be obtained by the UCITS or Management Company. If a redemption in kind does not correspond to a representative portion of the assets of the portfolio, all unitholders shall provide their written agreement authorising the outgoing unitholder to redeem their units against specific assets, as explicitly defined in the agreement.

As an exception to this rule, if the Fund is an ETF, redemptions on the primary market may be made in kind, with the agreement of the portfolio Management Company and in accordance with the interests of unitholders, under the conditions set out in the Fund's prospectus or regulations. The assets shall then be delivered by the issuing account holder under the conditions set out in the Fund's prospectus.

In general, redeemed assets shall be valued according to the rules set out in Article 4 and the redemption in kind shall be conducted on the basis of the first net asset value following acceptance of the securities concerned.

The redemption price shall be paid by the issuing account holder within five days of the unit valuation date.

However, if in exceptional circumstances the redemption requires the prior sale of assets held in the Fund, this deadline may be extended to a maximum of 30 days.

With the exception of inheritance or an inter vivos gift, the sale or transfer of units between unitholders or unitholders and third parties is considered a redemption followed by a subscription; if this involves a third party, the sale or transfer amount must, where applicable, be supplemented by the beneficiary in order to reach at least the minimum subscription amount stipulated by the prospectus.

Pursuant to Article L. 214-8-7 of the French Monetary and Financial Code, redemption by the Fund of its units, as with the issue of new units, may be suspended on a temporary basis by the Management Company in exceptional circumstances and if the interests of the unitholders so require.

The management company may use the gate mechanism to stagger redemption requests from fund unitholders of the relevant fund over multiple net asset values if they exceed a certain level, determined objectively. The threshold above which the gate mechanism is triggered must be justified in terms of the frequency with which the net asset value of the fund is calculated, its management strategy and the liquidity of the assets in the portfolio. The redemption gate may be applied by the management company when the trigger threshold of net assets is reached. This threshold is set out in the “**Redemption gate mechanism**” section of the Fund’s prospectus.

This trigger threshold corresponds to the ratio between:

- the difference observed, on a single centralisation date, between the total volume of redemptions and the total volume of subscriptions; and
- the Fund’s net assets.

The threshold applies to centralised redemptions for the assets of the fund as a whole and not specifically to the different classes of fund units.

However, when redemption requests exceed the redemption gate, the management company may decide to honour redemption requests in excess of the specified limit, and so execute some or all of the orders that might otherwise be blocked.

During the period of application of the gate mechanism, redemption orders will be executed in the same ratio for fund unitholders who have requested redemption at the same net asset value. The unexecuted fraction of the redemption order that is deferred will not have priority over subsequent redemption requests. Unexecuted parts of redemption orders are automatically postponed and may not be revoked by Fund unitholders.

The maximum period of application of the redemption gate is set at 20 net asset values over 3 months.

The maximum period for which a redemption gate may apply cannot exceed 1 month.

Subscription and redemption transactions for the same number of units on the basis of the same net asset value and for the same holder or beneficial owner (known as round-trip transactions) are not subject to the gate mechanism. This exclusion also applies to transfers from one unit class to another unit class at the same net asset value for the same amount and for the same holder or beneficial owner.

If the net assets of the Fund (or the sub-fund, if applicable) fall below the minimum threshold set by the regulations, no redemptions may be carried out (from the sub-fund in question, if applicable).

Possibility of establishing minimum subscription conditions, in accordance with the procedures set out in the prospectus. The UCITS may entirely or partially cease to issue units on a temporary or permanent basis, pursuant to paragraph three of Article L.214-8-7 of the French Monetary and Financial Code in circumstances that objectively require the closure of subscriptions, such as a maximum number of units issued, a maximum amount of assets reached or the expiry of a specified subscription period. When this mechanism is triggered, existing unitholders will be notified by any means of its activation, the threshold and the objective situation that led to the decision on partial or total closure. In the event of a partial closure, this notification by any means will specify explicitly the procedures by which existing unitholders may continue to subscribe during this partial closure. Unitholders shall also be notified by any means of the UCITS or management company’s decision either to bring the total or partial closure of subscriptions to an end (when the Fund returns below the trigger threshold), or not to bring it to an end (in the event of a change to the threshold or in the objective situation that led to the implementation of this mechanism). Any change to the invoked objective situation or to the trigger threshold must always be made in the best interests of unitholders. The notification by any means will state the precise reasons for these changes.

Article 4 - Calculation of the net asset value

The net asset value of the units is calculated in accordance with the valuation rules set out in the prospectus.

TITLE II

MANAGEMENT OF THE FUND

Article 5 - The Management Company

The Fund is managed by the Management Company in accordance with the Fund's investment objectives.

The management company shall act in all circumstances in the exclusive interest of the unitholders and shall have the exclusive right to exercise the voting rights attached to the securities held in the Fund.

Article 5 A - Operating rules

The instruments and deposits in which the assets of the UCITS may be invested as well as the investment rules are described in the prospectus.

Article 5 ter – Listing for trading on a regulated market and/or a multilateral trading system

Units may be listed for trading on a regulated market and/or a multilateral trading system in accordance with the regulations in force. If the Fund whose units are listed for trading on a regulated market has an index-based management objective, the Fund must have implemented a system to ensure that the price of its units does not deviate significantly from its net asset value.

Article 6 - The Custodian

The custodian shall perform the tasks entrusted to it by the legal and regulatory provisions in force, as well as those contractually entrusted to it by the management company. It must ensure that the decisions taken by the portfolio management company are lawful. Where applicable, it must take all protective measures that it deems necessary. In the event of a dispute with the management company, it must inform the AMF.

Article 7 - The Statutory Auditor

A Statutory Auditor is appointed by the Management Company's governing body for six financial years, following the approval of the AMF.

They shall certify the accuracy and truthfulness of accounts.

The Auditor's mandate may be renewed.

The Statutory Auditor must inform the AMF of any fact or decision concerning the undertaking for collective investment in transferable securities of which he/she becomes aware during the course of his/her work, that may:

- 1° Constitute a violation of the legislative or regulatory provisions applicable to the Fund and likely to have a significant impact on the financial position, earnings or assets;
- 2° Affect the conditions or the continuity of its operations;
- 3° Lead to the expression of reservations or the refusal to certify the financial statements.

The Statutory Auditor shall supervise the valuation of the assets and determine the exchange ratios used in the event of a conversion, merger or split.

They shall assess any contribution or redemption in kind within the scope of their responsibility, with the exception of ETF redemptions in kind on the primary market.

They shall check the composition of assets and other items prior to publication.

The Statutory Auditor's fees are determined by mutual agreement between the auditor and the Board of Directors or Management Board of the Management Company on the basis of a schedule of work indicating all of the duties deemed necessary.

The Auditor shall certify the financial statements that serve as the basis for the payment of interim dividends.

Their fees are included in the management fees.

Article 8 - The financial statements and the management report

At the end of each financial year, the Management Company prepares the financial statements and draws up a report on the management of the Fund (and each sub-fund, if applicable) during the previous financial year.

The Management Company draws up, at least every six months and under the supervision of the custodian, an inventory of the Fund's assets.

The Management Company shall make these documents available to unitholders within four months following the end of the financial year and shall inform them of the income to which they are entitled: these documents are either sent by post at the specific request of unitholders or made available to them at premises of the Management Company.

TITLE III**METHODS FOR ALLOCATING DISTRIBUTABLE INCOME****Article 9 - Methods for allocating distributable income**

<i>Distributable Amounts</i>	<i>A, C, CH, I, I CHF H, I JPY, IH, JH, R and SCH units</i>
Allocation of net profit/loss	Accumulation
Allocation of net realised gains or losses	Accumulation

TITLE IV**MERGER – SPLIT – DISSOLUTION – LIQUIDATION****Article 10 - Merger - Split**

The Management Company may either merge all or part of the Fund's assets with the funds of another UCITS or AIF or split the Fund into two or more mutual funds.

Such mergers or splits may only be carried out after unitholders have been notified and shall give rise to the issue of a new certificate indicating the number of units held by each unitholder.

Article 11 - Dissolution - Extension

If the assets of the Fund (or the sub-fund, if applicable) remain below the amount set in Article 2 above for a period of 30 days, the Management Company shall inform the AMF and dissolve the Fund (or the sub-fund, where applicable), unless it is merged with another mutual fund.

The Management Company may dissolve the Fund (or the sub-fund, if applicable) early. It must inform the unitholders of this decision and will no longer accept subscription and redemption orders as of this date.

The Management Company shall also dissolve the Fund (or the sub-fund, if applicable) if a request is made for redemption of all of the units, if the Custodian's appointment is terminated and no other Custodian has been appointed, or upon expiry of the Fund's term, unless the term is extended.

The Management Company shall inform the AMF by post of the dissolution date and procedure. It shall also send the Statutory Auditor's report to the AMF.

The Management Company may decide to extend the Fund subject to the agreement of the Custodian. Its decision must be taken at least three months prior to expiry of the Fund's term and must be communicated to the unitholders and to the AMF.

Article 12 - Liquidation

In the event of dissolution, the Management Company shall act as liquidator; failing that, a liquidator shall be appointed by a court of law at the request of any interested party. For this purpose, they shall be given the broadest powers to sell the Fund's assets, settle any liabilities and allocate the balance available between the unitholders in cash or in securities. The Statutory Auditor and the Custodian shall continue to carry out their duties until the liquidation proceedings are complete.

TITLE V**DISPUTES****Article 13 - Competent courts - Election of domicile**

Any disputes relating to the Fund that may arise during the course of its existence or liquidation, either between the unitholders or between the unitholders and the Management Company or the Custodian, shall be submitted to the jurisdiction of the competent courts.